



BOARD OF TRUSTEES

Minutes of the meeting held on Tuesday, 3 October 2023

Present Andrew Burns (Convener), Sean Duffy, Gillian Reid-McKee, Barry Sillers, Jonathan Christie

Apologies Fiona Gillespie, Ashley Ryan, Kim Atkinson, Adam Lang, Debbie Adams

In attendance Anna Fowlie, Tim Hencher, David McNeill, Megan Ross, Richard Jennings, Jumoke Adebajo, Dr Ufuoma Festus Omo-Obi

1. Welcome and apologies.

The Convener welcomed everyone to the meeting and invited everyone to give introductions, noting that the Board were joined by the incoming Convener and two participants on DataKirk's Black Talent on Boards programme, Jumoke Adebajo and Dr Ufuoma Festus Omo-Obi.

2. Conflicts of interest

None declared.

3. Minutes of the last meeting

- Trustees approved the minute of the meeting on 6 June 2023.
- Trustees approved the public version of the minute for publication on the website.
- There were no matters arising not covered on the agenda or in the action log.
- Trustees noted the progress in the Action Log and asked that the following actions from the Board Strategy Day be added.
 - Anna to finalise strategy reporting to Board.
 - SLT to make sure Trustees are more aware of our policy and influencing work.

- Committee Chairs to summarise and record recommendations to the Board at the end of each meeting.
- Anna to send Trustees staff organogram.
- Anna to set a schedule of meetings for 2024.
- SLT to organise a session for Staff and Trustees to meet each other.
- SLT to find an opportunity for Trustees to engage more with the Management Team.
- Anna to refresh the Skills Audit and include interests so that staff can loop trustees into relevant work.

Actions

- Upload public version of the minute of the June meeting onto the website. (MR)
- Update Action Log. (MR)

4. Membership update

- David updated that the Strategic Development Committee (SDC) had looked at membership, in particular the more rigorous renewal process, which had cleaned up the membership data and caused some fluctuation, as anticipated.
- David noted that there had been a number of resignations, but that membership is still growing overall.
- The Convener provided background for our shadowing colleagues that membership has doubled over the last six years.
- David confirmed that membership targets were on track and ahead of financial targets as members had moved up fee bands, noting that 199 members moved into paying bands, committing to fee-paying membership.
- The Convener noted that this was a very positive position to be in.
- Trustees noted that this is testament to the more proactive membership strategy.
- Trustees asked how often the membership bands were reviewed. David noted that the last review was 18 months ago and added that this item will be added to an SDC agenda in early 2024 for consideration of further review dates. He pointed out that any fee changes had to be approved by the membership.
- Trustees asked what SCVO have planned to encourage more voluntary organisations to become members. David noted that as part of the Strategic Plan we will be having conversations with the Board to reaffirm our commitment to being

member-focused, adding that attracting more members will strengthen our credibility to speak on behalf of the sector.

Actions

- SDC to consider a more systematic approach to reviewing membership fees.

5. Governance

(a) Schedule of Meetings 2024

- Anna proposed the draft schedule of meetings for 2024, noting that the SRC will now begin at 10am rather than 9.15 am, and SDC at 10:30am.
- Trustees requested that the invites for all meetings be circulated to their calendars.
- The Trustees agreed the schedule of meetings.

Actions

- Schedule of Meetings to be added to SharePoint (MR)
- Diary invitations to be sent to Trustees' work email addresses, not just SCVO accounts. (MR)

(b) AGM Agenda

- Anna noted that, in addition to the standard elements, the AGM in December will also mark SCVO's 80th birthday and the change of Convener from Andrew Burns to Richard Jennings.
- Trustees approved the AGM agenda.

(c) Trustee Resignation

- The Convener updated the Board that unfortunately Janette Mitchell had resigned for personal reasons. Janette's resignation will now be formalised, resulting in a vacancy on the Board for an appointed trustee.
- The Convener further noted that Sean Duffy would continue as Chair of the SDC but noted that Fiona Gillespie will be standing down as Chair of the SRC for her final year as a trustee.
- None of the existing members of SRC had capacity to take on the role of Chair of the committee, but Jonathan Christie agreed to chair the January meeting.
- It was agreed that the vacancy created by Janette's resignation would be advertised specifically as a Treasurer role, targeting

qualified accountants. The role of Treasurer includes chairing SRC.

Actions

- Progress the appointment of a Treasurer. (SLT/RJ)

6. Update from the Strategic Development Committee

- David updated that the SDC had discussed membership with a particular focus on retention.
- David noted that the committee had discussed the pricing structure of Goodmoves and whether there was potential for different pricing for members and non-members.
- David added that there has not been a price increase in the Goodmoves service in ten years.
- David also noted that other items raised at the SDC included looking at advertising and sponsorship, grant income and intermediaries.
- Trustees asked what has underpinned the lack of movement in the pricing structure over the last ten years. David noted that competitor sites have meant that we've kept pricing low and affordable.
- Trustees noted that as an organisation we need to consider our reliance on specific strands of income and build in resilience should trends change.
- Tim noted that it has always been difficult to forecast Goodmoves income, as there were always fluctuations in the labour market.

Actions

- SLT to bring forward options for potential pricing structures for Goodmoves. (SLT)

7. Update from the Strategic Resources Committee

(a) Quarter 1 Financial Forecast

- Tim updated on the Q1 Forecast Report, stating that we started off the year in a budget deficit position but are now forecasting to end the year on a cash surplus. This is mainly down to income from interest on restricted cash balances, where we have benefited from more active treasury management.
- Trustees requested that they have visibility of reserves, loans, and loan repayments.

Actions

- SRC to consider how to approach the current situation in relation to reserves, loans and repayments. (TH/SRC)

(b) Annual Report and Accounts

- Gillian noted that the auditors had attended SRC and provided the committee's recommendations to the Board.
 - Committee recommends approval of the Annual Report and Accounts, including the audit report.
 - Committee recommends that Declaration of Interest Forms are completed on an annual basis, as recommended by the audit.
 - Committee recommends that there is an annual report on GDPR.
 - The Committee's workplan for 2024 would include deep dives into specific issues.
- The Board reviewed and discussed the accounts including the Letter of Representation and Auditor's report. In particular, the Board noted the reserves position and that a carbon report had been added. The accounts showed an unrestricted surplus of £384k with an overall accounting loss of £3,030k, due to restricted movements which had been recognised in the previous year.
- Tim noted the letter of representation, stating that these will mean the Convener confirming that Trustees understand and acknowledge their responsibilities when preparing financial statements.
- Tim added that the financial statements will be circulated to SCVO members with the AGM papers.
- The Board agreed to approve the Annual Report and Accounts and authorised the Chair to sign the Financial Statements and Letter of Representation on behalf of the Board.

Actions

- Declarations of Interest to be completed on an annual basis. (MR)
- Ensure the Board receives an annual report on GDPR. (MR/AF)

8. Strategic Plan Progress Report

- Anna talked to the report, confirming that measuring impact was still a work in progress.
- As previously agreed, this report took a more in-depth look at the Being an Authoritative Voice aim, and provided some background information on the work of the policy and influencing team. Anna noted that there were always different emerging issues, and at the moment those include a shortage of auditors

and issues with access to bank accounts as well as the longer term established objectives.

- Trustees noted that progress should be measured against what we know success looks like.
- Trustees discussed whether, as well as focusing on SG spend on the sector, we should be influencing local government spending as far more funding comes to the sector from councils than from SG. Anna noted that this was more difficult due to the role of TSIs and the presentational challenges of seeking more/better funding for local government when there was a huge degree of scepticism about whether it would actually find its way to the sector.
- Anna noted that she was a member of the CPIB, (Community Planning Improvement Board) which brings local government and its local partners together, and it had identified sustainable funding for the voluntary sector as a key priority. It was currently creating guidance for Community Planning Partnerships which will align with the Verity House Agreement. Anna added that the CPIB can't mandate but can influence.

Actions

- Anna to send read-out of Evaluation Support Scotland session to Gillian.

9. Environmental Policy

- Anna updated trustees on the work that has been carried out internally and externally on our environmental policy agreed in 2021.
- Anna added that the original policy had produced during the pandemic and presented a refreshed policy for approval.
- Anna noted that SCVO staff have formed a Climate Crisis Working Group who are very keen on environmental action, and that internally we are committed to recycling, vegetarian catering etc, but that we need to think more strategically.
- Anna noted that for the first time Carbon Budgeting has been added to the Annual Report and Accounts.
- The Convener suggested that we feature our environmental work on social media channels.
- Trustees noted that feedback from the sector indicated that the work was being well received.
- Anna added that the Environmental Policy contains producing basic awareness-raising information and advice to help the sector move forward in small steps.

- Trustees noted that seeing progress against actions positioned SCVO as a leader and role model to provide support and good practice for small organisations.
- Richard highlighted that to be more ambitious, we could aim not just to be carbon neutral but to be carbon positive.
- Trustees agreed that they were happy to note the refreshed policy but requested a timescale column be added.

Actions

- Feed back to the Climate Crisis Working Group. (AF)
- Add timescales to the new Environmental Policy. (AF)

10. Risk

- There were no new risks identified as a result of the meeting.

11. AOCB

- Trustees asked if there was anything they could do to support The Gathering.
- David asked that Trustees promote participation in The Gathering through their contacts and social media.
- Anna updated that the Events Team will be in touch with Trustees over the coming weeks to give some guidance on what they can do if attending the event.
- Megan would circulate the link to The Gathering website for Trustees to register their attendance.

Actions

- Promote the Gathering through personal channels. (All)
- Provide guidance to Trustees on how they can best contribute when attending The Gathering. (DM)
- Circulate the registration link. (MR)

12. Date of Next Meeting

- Tuesday 5th December followed by the AGM at 4pm.